FCC 603 Main Form

See instructions for public burden estimate

FCC Wireless Telecommunications Bureau
Application for Assignments of Control

1) A	pplication Purpose (Select o	nly one) (AA)				DL)	130	pas 301de	ii esuindie
	AA - Assignment of Authorization CC - Transfer of Control	AM - Amendment WD - Withdrawal		NT - R EX - R	equired No equest for	tification (for Con Extension of Time	summatio (to Cons	n of Assignment of ummate Assignm	or Transfer) ent or Transfer))
2a)	If this request is for an Amendment on file with the FCC.	it or Withdrawal, enter the	File Nu	imber o	f the pend	ng application cu	rrently	File t	lumber:	
2b)	File numbers of related pending ap	oplications currently on file	e with th	e FCC:						
Гуре	of Transaction						n -			
3a)	Is this a pro forma assignment of a	authorization or transfer o	f control	?	-		uE(EIVED	(Y) y es	<u>N</u> o
35)	If the answer to Item 3a is 'yes', is Commission's forbearance proced				tion being	iled under the	MAY	04 2000	(N) <u>Y</u> es	<u>N</u> o
4)	For assignments of authorization of	inly, is this a partition and	or disag	gregat	ion?		L /27344	CATIONS COMMISSION	(N) <u>Y</u> es	<u>N</u> o
5)	Does this filing request a waiver of	the Commission's rules?)					MACEUMY	(Y <u>)Y</u> es	<u>N</u> o
6)	Are attachments being filed with th	is application?							(Y) <u>Y</u> es	<u>N</u> o
7a)	Does the transaction that is the sullicenses held by the assignor/trans or commonly controlled entities) that	feror or affiliates of the as	ssignor/1	transfe	or (e.g., p	erents, subsidiario	s,	d?	(Y) <u>Y</u> es	<u>N</u> o
7b)	Does the transaction that is the sui non-wireless licenses that are not i	bject of this application all included on this form and	so involv for which	ve trans	ster or assi mission a	gnment of oproval is required	i ?		(N) <u>Y</u> es `	<u>N</u> o
rans	action Information									
8)	How will the assignment of authoriz	zation or transfer of contr	ol be ac	complis	shed? Sele	ct One: (S)				
	Sale or other assignment or transfer	er of stock	9	ourt O	rder					
	Other (voting trust agreement, man	nagement contract, etc.):								
	If required by applicable rule, attack agreements, instruments, certified	h as an exhibit a stateme copies of Court Orders, (nt on ho etc.	w cont	rolis to be	assigned or trans	ferred, ald	ong with copies of	any pertinent c	ontracts,
9)	The assignment of authorization or	transfer of control of lice	nse is:					(V)	Voluntary Invo	luntary
icen	see/Assignor Information									
10a)	Taxpayer Identification Number.						10b) S	GIN:		
11)	First Name (if individual):			MI:	Last Nar	ne:				Suffix:
12)	Entity Name (if not an individual):									
	Corp Holding Corp., Inc. Attention To:									
	у Sато									
4)	P.O. Box:	And /Or	' }		Address:	oad, Suite 80			<u></u>	
6)	City:			J 14.		17) State:	<u> </u>	18) Zip:		
	gton					VA		22201		
	Telephone Number:				20) FA					
) 236-1100 E-Mail Address:				(703).	236-1101				
	ro@telecom1.com									

22) Race,	Ethnicity, and G	nder of As	signor/Li	cense	e (Op	tional)	:			_ ,		
Race:	American Indian o Native:	r Alaska	Asian:			1	k or Africa rican:		Native Hawaiiar Pacific Islander		White:	
Ethnicity:	Hispanic or Latino	-	Not Hispa Latino:	nic or								
Gender:	Female:		Male:									
Transferor	information (for t	ransfers of	control on	 ly)		_						
	er Identification Num								23b) SG	IN	· <u>-</u>	
24) First N	ame (if individual):			 w		Mi:	Last N	arne:				Suffix:
25) Entity (Name (if other than in	dividual):					<u> </u>	W	·			
26) P.O. B	ox:			And /Or	27)	Street	Address:			· · · · · · · · · · · · · · · · · · ·		
28) City:	· · · · · · · · · · · · · · · · · · ·				<u> </u>			29) State:		30) Zip:		
31) Telepho	one Number:						32) FA	X:		<u> </u>		
33) E-Mail	Address:											
Name of Tra	ansferor Contact	Represent	ative (if o	ther th	an Tra	ansfero	or) (for tr	ansfers of co	ontrol only)		, - <u>-</u>	
34) First N	ame:					MI:	Last N	arne:				Suffix:
35) Compa	ny Name:					<u></u>	<u> </u>					
36) P.O. Bo				T	37)	Street	Address:					
·				And /Or								
38) City:				<u> </u>	<u> </u>			39) State	:	40) Zip:		
41) Telepho	one Number:						42) FA	<u> </u> X:				
43) E-Mail	Address:			-								
Assignee/Tr	ansferee Inform	ation										
	ee is a(n): (L)	Individual Corporation				Associa Corpora		Irust Partners		emment Entity sortium	jar	it Venture
45a) Taxpay	er Identification Numb	er.							45b) SG	IN		
46) First Na	rme (if individual):	<u> </u>		 -		MI:	Last Na	ame:				Suffix:
47) Entity N	ame (if other than inc	lividual):				<u></u>	<u> </u>					<u> </u>
	Holding Corp.	•										
	f Real Party in Interes		·						49) TIN			
0) 44	-											
SO) Attention												
Greg Sarr	U											

(51)	P.O. Box:	And	1		Address:				-	
		/Or	1010	0 N. (Glebe R	oad, Suite 80)			
53)	City:					54) State:		55) Zip:		
Aı	lington					VA		22201		
56)	Telephone Number:			T	57) FAX	Ć.				·
	03) 236-1100				(703) 2	36-1101				
1 .	E-Mail Address:									
gs	arro@telecorp1.com									
	ne of Assignee/Transferee Contact Represer	ntative	(if oth	er tha	n Assign	ee/Transferee)				
1 ′	First Name:			MI:	Last Na			-		Suffix:
Er				W	DeSil	va				
1	Company Name:									
1	iley, Rein & Fielding		·						·	
61)	P.O. Box:	And			Address:					
		/Or	1//	5 K S	treet, N			,		
	City:					64) State:		65) Zip:		
L	ashington					DC		20006		·
[Telephone Number:				67) FA					
<u></u>)2) 719-3182				(202)	719-4969				
,	E-Mail Address:									
ed	esilva@wrf.com								- <u>-</u>	
	n Ownership Questions Is the Assignee or Transferee a foreign government or	the repr	esentat	tive of a	any foreign	n government?			(N) <u>Y</u>	es <u>N</u> o
70)	Is the Assignee or Transferee an alien or the represent	tative of	an alier	1?						es <u>N</u> o
71)	Is the Assignee or Transferee a corporation organized	under th	ne laws	of any	foreign go	wernment?			(N) <u>Y</u>	es <u>N</u> o
72)	Is the Assignee or Transferee a corporation of which me by aliens or their representatives or by a foreign government the laws of a foreign country?				•				(N) <u>Y</u>	es <u>N</u> o
73)	Is the Assignee or Transferee directly or indirectly cont the capital stock is owned of record or voted by aliens, thereof, or by any corporation organized under the laws If 'Yes', attach exhibit explaining nature and extent of all	their rep of a for	oresenta reign co	atives, o nuntry?	or by a for	eign government			(N) <u>Y</u>	es <u>N</u> o
Basi	c Qualification Questions									
74)	Has the Assignee or Transferee or any party to this appermit revoked or had any application for an initial, modernment denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	plication dification	had an or rene	ewal of	station au FCC stati	uthorization, licens ion authorization, l	e or const icense, co	ruction nstruction	(N) <u>Y</u>	es <u>N</u> o
75)	Has the Assignee or Transferee or any party to this approximately approximately to the application of the Assignee or any party to this application over been of the type of the Assignee of the Assignee or Transferee or any party to this application over been of the Assignee or Transferee or any party to this application of the Assignee or Transferee or any party to this application of the Assignee or Transferee or any party to this application of the Assignee or Transferee or any party to this application of the Assignee or Transferee or any party to this application of the Assignee or Transferee or any party to this application of the Assignee or any party to this application of the Assignee or any party to this application of the Assignee						ng the Ass	signee or	(N) <u>Y</u>	es <u>N</u> o
	Has any court finally adjudged the Assignee or Transfe Transferee guilty of unlawfully monopolizing or attempti indirectly, through control of manufacture or sale of rad or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	ing unla	wfully to	mono	polize radi	io communication	directly or	•	(N) <u>Y</u>	es <u>N</u> o
	Is the Assignee or Transferee, or any party directly or in in any pending matter referred to in the preceding two it If 'Yes', attach exhibit explaining circumstances.	ndirectly tems?	control	ling the	Assignee	e or Transferee cu	rrently a p	arty	(N) <u>Y</u>	es <u>N</u> o

78) Race, Ethnicity, and Gender of Assignee/Transferse (Optional):

Race:	American indian or Alasica Native:	Asien:	Black of African- American:	Native Hawallan or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latinox	Not Hispanic or Latino:			
Gender:	Fernale.	Mele:			

Assignor/	Transfero	r Certification	Statements
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1)	Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro-forms assignments and transfers by telecommunications corriers. See Membrandum Opinion and Order, 13 FCC Red. 6293 (1998).											
2)	The Assignor or Transferor cardiles that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good (aft).											
79)	79) Typed or Printed Name of Party Authoritied to Sign											
Pirat	Name:	MI:	Last Name:		Suffix							
The	DTIAS		Sullivan									
Pre	Title:		į									
Sign	RIFE.			4/2	7/00							

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferes certifies either (1) that the authorization will not be assigned or that control of the Rouse will not be transferred until the consent of the Federal Communications Communication has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forms assignments and transfers by (alectronium/unications carriers. See Management Option and Order, 13 FCC Red. 6283 (1998).
- 2) The Assignee or Transferes waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United Stones because of the previous use of the same, whether by Fosnes or otherwise, and requests an authorization in accordance with this application.
- 1) The Assignee or Transferes certifies that grant of this application would not cause the Assignee or Transferes to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
 - If the applicant has cought a valver of any such rule in connection with this application, it may make this certification subject to the dutcome of the valver request.
- 4) The Assignoe or Transferor agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request media harein otherwise allows, except for flability for any act done by, or any right econord by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this seeignment.
- 5) The Accigner or Transferue curtifies that all eletermine made in this application and in the exhibits, electroners, or documents incorporated by reference are material, are part of this application, and are true, complete, current, and made in good faith
- 6) The Assignes or Transferse cardillos that neither it nor only other purty to the application is subject to elderted of Federal barrelies pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a conviction substance. See Section 1,2002(b) of the rules, 47 CFR § 1,2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant curtifies that it either (1) has an updated Form 602 on file with the Commission. (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name:	ME:	Last Name:	Sufflic
Thomas		Sullivan	
63) Title:			
President			
Signature			127/30
WILLFUL FALSE STATEMENTS MADE ON THE PORM OR ANY Title 18, Section 1901) AND/OR REVOCATION OF ANY STATION AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).	ATTACH LICENSI	MENTS ARE PUNISHABLE BY FINE AND/OR IMPRISO E OR CONSTRUCTION PERMIT (U.S. Code, Title 47, S	OMMENT (U.S. Code, lection 312(a)(1)),

FCC 603 Schedule A

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Is the Assignee claiming the same catego Assignor (as determined by the applical	ry or a smaller category of eligibility for ins ble rules governing the licenses issued to		· (Y)Yes No
If 'Yes', is the Assignee applying for install	iment payments?		(Y)Yes No
Gross Revenues and Total As Refer to applicable auction rules for method	sets Information (if required) (for to determine required gross revenues and		
Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
94,769,000	2,034,431	0	495,776,440
Certification Statements For Assignees Claiming Eligibility as an	Entrepreneur Under the General Rule		
Assignee certifies that they are eligible to o	obtain the licenses for which they apply.		
For Assignees Claiming Eligibility as a P	ublicly Traded Corporation		
Assignee certifies that they are eligible to cout in the applicable FCC rules.	obtain the licenses for which they apply as	nd that they comply with the definition of a Po	ublicly Traded Corporation, as se
For Assignees Claiming Eligibility Using	a Control Group Structure		
Assignee certifies that they are eligible to	obtain the licenses for which they apply.		
Assignee certifies that the applicant's sole	control group member is a pre-existing e	ntity, if applicable.	
For Assignees Claiming Eligibility as a V	ery Small Business, Very Small Busine	ess Consortium, Small Business, or as a	Small Business Consortium
For Assignees Claiming Eligibility as a Vo		ess Consortium, Small Business, or as a	Small Business Consortium
	obtain the licenses for which they apply.		Small Business Consortium
Assignee certifies that they are eligible to o	obtain the licenses for which they apply. control group member is a pre-existing e		Small Business Consortium
Assignee certifies that they are eligible to describe that the applicant's sole for Assignees Claiming Eligibility as a R	obtain the licenses for which they apply. control group member is a pre-existing e ural Telephone Company tion of a Rural Telephone Company as se		
Assignee certifies that they are eligible to describe that the applicant's sole For Assignees Claiming Eligibility as a Resignee certifies that they meet the definition of t	control group member is a pre-existing e ural Telephone Company tion of a Rural Telephone Company as senis auction. See applicable FCC rules.	ntity, if applicable.	
Assignee certifies that they are eligible to describe that the applicant's sole. For Assignees Claiming Eligibility as a Resignee certifies that they meet the defining agreement(s) to partition licenses won in the transfers of Control. Transfers of Control. Licensee Eligibility (for transfers of described in the control.)	control group member is a pre-existing e ural Telephone Company tion of a Rural Telephone Company as senis auction. See applicable FCC rules.	ntity, if applicable.	disclose all parties to

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
WPOL354					Y
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		<u> </u>			
					
					-
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TeleCorp PCS, Inc.
FCC Form 603
April 2000
Attachment B

ATTACHMENT B: ULS/NON-ULS FILINGS

By this application, TeleCorp Holding Corp., Inc. ("THC") and TeleCorp Holding Corp. II, L.L.C. ("THC2") seek Commission consent to the *pro forma* assignment from THC to THC2 of the authorizations listed below. As discussed herein, however, one of the call signs was recently assigned and cannot be processed by the Universal Licensing System.

ULS FILINGS:

- KNLF391, Alexandria, LA, BTA009 (C Block);
- KNLF392, Lake Charles, LA, BTA238 (C Block);
- KNLF393, Monroe, LA, BTA304 (C Block);
- KNLG228, Beaumont-Port Arthur, TX, BTA034 (F Block);
- KNLG906, Baton Rouge, LA, BTA032 (F Block);
- KNLG917, Hammond, LA, BTA180 (F Block);
- KNLG920, Houma-Thibodaux, BTA195 (F Block);
- KNLG921, Lafayette-New Iberia, LA, BTA236 (F Block);
- KNLH626, Little Rock, AR, BTA257 (F Block);
- KNLH628, Memphis, TN, BTA290 (F Block); and,
- KNLH629, New Orleans, LA, BTA320 (F Block).
- WPOJ822, Alexandria, LA, BTA009 (C Block);
- WPOJ823, Beaumont-Port Arthur, TX, BTA034 (C Block);
- WPOJ824, Jackson, TN, BTA211 (C Block);
- WPOJ825, San Juan, PR, BTA488 (C Block);
- WPOK683, Houma-Thibodaux, LA, BTA195 (C Block); and
- WPOK684, New Orleans, LA, BTA320 (C Block)

TeleCorp PCS, Inc.
FCC Form 603
April 2000
Attachment B
Page 2

NON-ULS FILINGS:

• WPOL354, Lake Charles, LA, BTA238 (C Block).

Those filings shown above under the heading "ULS Filings" have been filed using the FCC's Universal Licensing System, as required under the rules. Those filings listed under the heading "Non-ULS Filings" were recently consummated, however, and ULS does not presently permit the applicants to file the requested assignments of those authorizations electronically. Accordingly, for those authorizations, the applicants have filed a paper FCC Form 603 and request a waiver of the electronic filing requirement.

¹ WPOL354, will be assigned on April 27, 2000 from Gulf Telecom, Inc. to THC pursuant to Commission consent, and a notification of consummation filed the same day. See File No. 0000052685.

FCC 603 Main Form

FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control



) A	pplication Purpose (Select only one)	(TC)			00-1	30	
		mendment NT - F Vithdrawal EX - F	Required No Request for	otification (for Cons Extension of Time	ummation of Assig (to Consummate A	nment or Transfer) Assignment or Transfer)
2a)	If this request is for an Amendment or Withdron file with the FCC.	awal, enter the File Number	of the pend	ing application cur	ently	File Number:	
	on the with the PCC.					n⁄a	
2b)	File numbers of related pending applications	currently on file with the FCC	: -				
/pe	of Transaction						
3a)	Is this a pro forma assignment of authorization	n or transfer of control?		~-		(Y) <u>Y</u> es	<u>N</u> o
3b)	If the answer to Item 3a is 'yes', is this a notific Commission's forbearance procedures for tele	cation of a pro forma transac ecommunications licenses?	tion being	filed under the	CEIVEL) (N) <u>Y</u> es	<u>N</u> o
4)	For assignments of authorization only, is this a	a partition and/or disaggrega	tion?	- 1417	Y 0 4 2000	(N) <u>Y</u> es	<u>N</u> o
5)	Does this filing request a waiver of the Comm	ission's rules?		TO DE COMM	RANCHIONS COMMISSION THE SECRETARY	(Y) <u>Y</u> es	<u>N</u> o
6)	Are attachments being filed with this application	on?			COETARY	(Y)Yes	<u>N</u> o
7a)	Does the transaction that is the subject of this licenses held by the assignor/transferor or affi or commonly controlled entities) that are not in	liates of the assignor/transfe	eror (e.g., p	arents, subsidiaries	· 5.	(Y) <u>Y</u> es	<u>N</u> o
7b)	Does the transaction that is the subject of this non-wireless licenses that are not included on	• •		•	·	(N) <u>Y</u> es	<u>N</u> o
ans	action Information						
8)	How will the assignment of authorization or tra	Insfer of control be accompli	shed? Sele	ct One: (S)			
	Sale or other assignment or transfer of stock	<u>C</u> ourt (Order				
	Other (voting trust agreement, management of	ontract. etc.):					
	If required by applicable rule, attach as an exhagreements, instruments, certified copies of C	libit a statement on how conf	rol is to be	assigned or transf	erred, along with o	opies of any pertinent c	ontracts
9)	The assignment of authorization or transfer of	control of license is:				(V) Yoluntary Invo	luntary
cen	see/Assignor Information						
()a)	Taxpayer Identification Number:		·		10b) SGIN:		
1)	First Name (if individual):	Mi:	Last Nar	ne:			Suffix
	Entity Name (if not an individual): Corp Holding Corp. II, L.L.C.		1			· · · · · · · · · · · · · · · · · · ·	1
	Attention To:						
	g Sarro						
1)	P.O. Box:	1 2 3 4 1	Address:	Load, Suite 800)		
5)	City:	10.014.		17) State:	18)	Zip:	
_	gton			VA	2220		
	Telephone Number:) 236-1100		20) FA (703)	x: 236-1101			
)	E-Mail Address:		1 327.		* ***		
ar	ro@telecorp1.com						

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Race:	American Indian o Native:	r Alaska C	Asian:			ack or African nerican:	1 1	ative Hawaiian acificislander:		White:
Ethnicity:	Hispanic or Latino	: -	Not Hispa Latino:	nic or						
Gender:	Female:		Male:							
ansferor !	Information (for t	ransfers of	control on	ly)	<u>-</u>					
	er Identification Num							23b) SGII	N	
4) First Na	ame (if individual):				MI	: Last Nar	ne:			Suffix:
5) Entity N	Name (if other than in	dividual):							-	
eleCorp	Wireless, Inc.	(f/k/a Tel	eCorp P	CS, In	nc.)					
6) P.O. Bo	ox:			And	27) Stree	et Address:				
			·	/Or	1010 N	. Glebe R	oad, Suite	800		
3) City:							29) State:		30) Zip:	
rlington	one Number:					32) FAX	VA		22201	
						1				
703) 236 E-Mail A						(703) 2	36-1101			
•	elecorp1.com									
	Insferor Contact	Represent	ative (if o	ther tha	an Transfe	ror) (for tra	nsfers of co	ntrol only)		
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) Compar	ny Name:								····	
	in & Fielding	·								
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) City: Jackimata							39) State:		40) Zip:	
ashingto	on						DC		20006	
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	ne Number: _3182					42) FAX				
02) 719	-3182					1	: 19-4969			
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202) 719 i) E-Mail A desilva@	-3182 Address: wrf.com	ation				1				
202) 719) E-Mail A desilva@ signee/Tra	-3182 Address:	ation Individual Corporation			orated Associability Corpo	(202) 7			mment Entity ortium	
202) 719 E-Mail A desilva@ signee/Tra Assigne	-3182 Address: wrf.com ansferee Inform:	Individual Corporation				(202) 7	19-4969 <u>I</u> rust		ortium	_loint ∀enture
(02) 719 E-Mail A desilva@ signee/Tra Assigne	-3182 Address: Wrf.com ansferee Inform: ee is a(n): (C) ar Identification Number	Individual Corporation				(202) 7	19-4969 Irust Partnersh	ip C <u>o</u> ns	ortium	
02) 719 E-Mail A lesilva@ signee/Tra Assigne	-3182 Address: wrf.com ansferee Inform: se is a(n): (C)	Individual Corporation				(202) 7	19-4969 Irust Partnersh	ip C <u>o</u> ns	ortium	Joint Venture Suffix:
02) 719 E-Mail A lesilva@ signee/Tra Assigne Taxpaye First Nar	-3182 Address: Wrf.com ansferee Inform: ee is a(n): (C) ar Identification Number	Individual Corporation per:			ability Corpo	(202) 7	19-4969 Irust Partnersh	ip C <u>o</u> ns	ortium	
(02) 719- (02) 719- (1) E-Mail A desilva@ signee/Tri (1) Assigne (2) Assigne (3) Taxpaye (4) First Nat	-3182 Address: Wrf.com ansferee Information (C) er Identification Number (if individual):	Individual Corporation per:			ability Corpo	(202) 7	19-4969 Irust Partnersh	ip C <u>o</u> ns	ortium	
(02) 719- (1) E-Mail A desilva@ signee/Tra (1) Assigne (2) Assigne (3) Taxpaye (4) First National Part Nati	-3182 Address: Wrf.com ansferee Information (C) er Identification Number (if individual):	Individual Corporation per:			ability Corpo	(202) 7	19-4969 Irust Partnersh	ip C <u>o</u> ns	ortium	
202) 719- 202) 719- 30 E-Mail Addesilva@ signee/Tra 30 Assigne a) Taxpaye 31 First National Entity National Page 10- 32 Entity National Page 10- 33 Entity National Page 10- 34 Entity National Page 10- 36 Entity National Page 1	-3182 Address: Wrf.com ansferee Information (C) ar Identification Number (if individual): arne (if other than income (if other than income (if each party in Interest	Individual Corporation per:			ability Corpo	(202) 7	19-4969 Irust Partnersh	ip C <u>o</u> ns	ortium	

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51)	P.O. Box	And /Or	1 '		Address:	and Crim son			
52\	City:	1.0.	1010	U IN.	Giebe K	oad, Suite 800			
						1	- 55) Zip:		
<u> </u>	lington Telephone Number:				£7)	VA	22201		
1 '	,			1	57) FAX				
	03) 236-1100 E-Mail Address:				(703) 2	36-1101		······································	
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gs	arro@telecorp1.com		· · · · · · · · · · · · · · · · · · ·						
Nan	ne of Assignee/Transferee Contact Represer	ntative	(if oth	er tha	n Assian	nee/Transferee)			
	First Name:		(11 0 0 1	MI:	Last N				uffix;
Er				w	DeSil			30	2111A.
	Company Name:			<u> </u>	Door				
	iley, Rein & Fielding								
1	P.O. Box:		62)	Street	Address:				
'		And /Or			treet, N	rw			
63)	City:		177	OICE	, шесь, т	64) State:	65) Zip:		
1	ashington					DC	20006		
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1 1	02) 719-3182				•	719-4969			
L_`	E-Mail Address:				(202)	7 17-4707			
] `	esilva@wrf.com								
	SSIVALE, WILCOM								
Alie	n Ownership Questions						-		•
69)	Is the Assignee or Transferee a foreign government or	the repr	resental	tive of a	any foreigr	government?		(N)Yes	<u>N</u> o
70)	Is the Assignee or Transferee an alien or the represent	tative of	an alier	n?				(N) <u>Y</u> es	
71)	Is the Assignee or Transferee a corporation organized	under th	ne laws	of any	foreign go	vemment?		(N)Yes	<u>N</u> o
72)	Is the Assignee or Transferee a corporation of which no by aliens or their representatives or by a foreign govern under the laws of a foreign country?							(N) <u>Y</u> es	<u>N</u> o
73)	Is the Assignee or Transferee directly or indirectly cont the capital stock is owned of record or voted by aliens, thereof, or by any corporation organized under the laws If 'Yes', attach exhibit explaining nature and extent of al	their reports of a for	oresenta reign co	atives, ountry?	or by a for	reign government or re		(N) <u>Y</u> es	<u>N</u> o
Basi	c Qualification Questions								
		nlineti -	had an	w ECC	otation -	ithorization license or	construction	··	
/4)	Has the Assignee or Transferee or any party to this appermit revoked or had any application for an initial, most permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.							(N) <u>Y</u> es	<u>N</u> o
75)	Has the Assignee or Transferee or any party to this appropriate the Assignee or Transferee, or any party to this application ever been of If 'Yes', attach exhibit explaining circumstances.						he Assignee or	(N) <u>Y</u> es	<u>N</u> o
	Has any court finally adjudged the Assignee or Transfe Transferee guilty of unlawfully monopolizing or attempti indirectly, through control of manufacture or sale of rad or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	ing unla	wfully to	mono	polize radi	io communication, din	ectly or	(N) <u>Y</u> es	<u>N</u> o
	is the Assignee or Transferee, or any party directly or in in any pending matter referred to in the preceding two it if 'Yes', attach exhibit explaining circumstances.	ndirectly tems?	control	ling the	Assignee	e or Transferee currer	ntly a party	(N) <u>Y</u> es	<u>N</u> o

78) Race, Ethnicity, and Gender of Assignee/Transferee (Optional):

Race;	American indient of Aleska Native:	Asien:	Black or African- American:	Native Hawaitian or Other Pacific islander:	White:
Ethnicity;	Hispanic or Latino:	Not Hispanis or Latine:			
Gender:	Female:	Male			

Assignor/Transferor Certification Statements

	Assignor (ransjeror Carumason Susaments								
13	The Auaignor or Transferor certifies either (1) that the euthorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) their prior Commission consent is not required because the transaction is subject to streamfuned notification procedures for procedures for procedures for procedures assignments and transfers by infocommunications corners. See Memorandum Opinion and Order, 15 FCC Rod. 8293 (1906).								
2)	The Assignor or Transferor certifies that all eletements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith,								
79)	79) Typed or Printed Name of Party Authorized to Sign								
First	Name	MI:	Last Name:		Suffix				
Tb	omas		Suffivan						
1 -	Title:								
Sign				81) D.	27/ev				

Assigned/Transferee Certification Statements

- The Assignee or Transferee certifies either (1) that the authorization will not be sessigned or that control of the Econse will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to attenuate notification procedures for pre-forms easignments and transfers by telecommunications certifiers. See Memorandum Opinion and Order, 13 FCC Rod. 6293 (1996).
- 2) The Accignes or Transferse wahves any claim to the use of any perfounds frequency or of the electromagnetic spacetum as against the regulatory power of the United States inscattle of the previous use of the same, whether by ficense or otherwise, and requests on suthertartion in accordance with this application.
- 3) The Assignee or Transferon certifies that grant of this application would not cause the Assignee or Transferon to be in Volation of any perbnent cross-ownership, entitleson, or spectrum cap rule."
 - " If the applicant has sought a welver of any such rule in contaction with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assigner or Transferor agrees to assume all obligations and abide by all conditions imposed on the Assigner or Transferor under the subject surhorization(e), unless the Federal Communications Commission pursuant to a request made herest otherwise allows, except for liability for any set done by, or any right accrued by, or any suit or proceeding field or commenced against the Assigner or Transferor prior to this assignment.
- 5) The Assignue or Transferee pertitue that all eleterments made in the application and in the sufficies attachments of documents maniporated by reference are massrial, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it had any other party to the application is subject to a denial of Federal barrelits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1966, 21 U.B.C. § 682, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated form 602 on file with the Commission. (2) is filling an updated form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

First Name:	M:	Last Name:	Suffic					
Thomas		Sullivan						
&3) Title:								
President		·						
Signature:			84) Darke: 4/27/00					
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE FUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code. Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERSIT (U.S. Code, Title 47, Section 312(11)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).								

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
WPOJ822	·				Y
WPOJ823					Y
WPOJ824					Y
WPOJ825					Y
WPOK683					Y
WPOK684					Y
WPOL354					Y
KNLF391					Y
KNLF392		·			Y
KNLF393					Y
KNLG228					Y
KNLG906				·	Y
KNLG917					Y
KNLG920					Y
KNLG921					Y
KNLH626					Y
KNLH628					Y
KNLH629					Y
· · · · · · · · · · · · · · · · · · ·					
The state of the s					

FCC 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1)	Assignee E	ligibility for	instaliment Pa	yments (for	assignments of	fauthorization only)
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Is the Assignee claiming the same catego Assignor (as determined by the applical	ry or a smaller category of eligibility for in: ble rules governing the licenses issued to		$(Y)\underline{Y}$ es \underline{N} o
If 'Yes', is the Assignee applying for install	Iment payments?		$(Y)\underline{Y}$ es \underline{N} o
Gross Revenues and Total As Refer to applicable auction rules for method		assignments of authorization only) d total assets information	
Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
94,769,000	2,034,431	0	495,776,440
For Assignees Claiming Eligibility as a P	ublicly Traded Corporation		
Assignee certifies that they are eligible to	obtain the licenses for which they apply.		
Assignee certifies that they are eligible to out in the applicable FCC rules.	obtain the licenses for which they apply a	nd that they comply with the definition of a F	Publicly Traded Corporation, as se
or Assignees Claiming Eligibility Using	a Control Group Structure		
Assignee certifies that they are eligible to d	obtain the licenses for which they apply.		
Assignee certifies that the applicant's sole	control group member is a pre-existing e	entity, if applicable.	
or Assignees Claiming Eligibility as a V	ery Small Business, Very Small Busin	ess Consortium, Small Business, or as	a Small Business Consortium
Assignee certifies that they are eligible to	obtain the licenses for which they apply.		

For Assignees Claiming Eligibility as a Rural Telephone Company

Transferee certifies that the answers provided in Item 4 are true and correct.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4))	Licensee	Eligibilit	y (tor	transfers	of	control)
----	---	----------	------------	--------	-----------	----	---------	---

	As a result of the transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?	() <u>Y</u> es	<u>N</u> o
	If 'Yes', the new category of eligibility of the licensee is:			
(Certification Statement for Transferoes			

TeleCorp PCS, Inc. 7 FCC Form 603 April 2000 Attachment B

ATTACHMENT B: ULS/NON-ULS FILINGS

By this application, TeleCorp Holding Corp. II, Inc. ("THC2") seeks FCC consent to the *pro forma* transfer of control of THC2 from TeleCorp Wireless, Inc. ("TWI", formerly TeleCorp PCS, Inc.) to TeleCorp PCS, Inc. ("TPI"). The authorizations that will be held by THC2 that will be subject to the transfer of control include:

ULS FILINGS:

- KNLF391, Alexandria, LA, BTA009 (C Block);
- KNLF392, Lake Charles, LA, BTA238 (C Block);
- KNLF393, Monroe, LA, BTA304 (C Block);
- KNLG228, Beaumont-Port Arthur, TX, BTA034 (F Block);
- KNLG906, Baton Rouge, LA, BTA032 (F Block);
- KNLG917, Hammond, LA, BTA180 (F Block);
- KNLG920, Houma-Thibodaux, BTA195 (F Block);
- KNLG921, Lafayette-New Iberia, LA, BTA236 (F Block);
- KNLH626, Little Rock, AR, BTA257 (F Block);
- KNLH628, Memphis, TN, BTA290 (F Block); and,
- KNLH629, New Orleans, LA, BTA320 (F Block).
- WPOJ822, Alexandria, LA, BTA009 (C Block);
- WPOJ823, Beaumont-Port Arthur, TX, BTA034 (C Block);
- WPOJ824, Jackson, TN, BTA211 (C Block);
- WPOJ825, San Juan, PR, BTA488 (C Block);
- WPOK683, Houma-Thibodaux, LA, BTA195 (C Block); and
- WPOK684, New Orleans, LA, BTA320 (C Block)

TeleCorp PCS, Inc. – FCC Form 603 April 2000 Attachment B Page 2

NON-ULS FILINGS:

• WPOL354, Lake Charles, LA, BTA238 (C Block).

Those filings shown above under the heading "ULS Filings" were the subject of a pro forma assignment application filed on the Universal Licensing System from the original licensee, TeleCorp Holding Corp., Inc. ("THC") to THC2. Those filings listed under the heading "Non-ULS Filings," for reasons discussed in those filings, were the subject of a paper pro forma assignment application (filed with a request for waiver of the electronic filing rule), seeking consent to assign the authorizations from THC to THC2. Because both sets of authorizations are subject to a prior assignment application, ULS does not presently permit the applicants to file the requested transfer of control of those authorizations electronically. Accordingly, the applicants have filed a paper FCC Form 603 and request a waiver of the electronic filing requirement.

FCC 603 Main Form

FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control



1	A - Assignment of Authorization C - Transfer of Control AM - Amend WD - Withdra		NT - F EX - F	Required Na Request for	otification (for Co Extension of Tim	nsummation of Assigne (to Consummate A	nment or Transfe Assignment or Tra	r) nsfer)	
2a)	If this request is for an Amendment or Withdrawal, on file with the FCC.	enter the F	ile Number	of the pend	ing application cu	irrently	File Number:		
	Grine way are 7 Co.						n/a		
25)	File numbers of related pending applications curren	ity on file v	with the FCC	:: 	REC	Elven			
pe	of Transaction				Man	-IVED			
	Is this a pro forma assignment of authorization or tr				MAY	0 4 2000	(N)	(es <u>!</u>	No.
b)	If the answer to Item 3a is 'yes', is this a notification Commission's forbearance procedures for telecomm	of a pro to munication	orma transac s licenses?	ction being	filed under the	ACHTONS COMMISSION THE SECRETARY	()	<u>(</u> es <u>!</u>	<u>N</u> o
)	For assignments of authorization only, is this a parti	ition and/or	disaggrega	tion?			(N)	Yes !	<u>N</u> o
)	Does this filing request a waiver of the Commission	's rules?					(Y)	Yes !	<u>N</u> o
5)	Are attachments being filed with this application?						(Y)	<u>Y</u> es !	<u>N</u> o
'a)	Does the transaction that is the subject of this appli licenses held by the assignor/transferor or affiliates or commonly controlled entities) that are not include	of the assi	ignor/transfe	eror (e.g., p	arents, subsidiari	es ,	(Y)	Yes !	<u>N</u> o
b)	Does the transaction that is the subject of this appli non-wireless licenses that are not included on this f					d?	· (N)	Yes :	<u>N</u> o
เกร	action Information								
)	How will the assignment of authorization or transfer	of control	be accompli	ished? Sele	oct One: (S)				
	Sale or other assignment or transfer of stock		<u>C</u> ourt (Order					
	Calle - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 -								
	Other (voting trust agreement, management contract	ct, etc.): _							
	orner (voting trust agreement, management contract If required by applicable rule, attach as an exhibit a agreements, instruments, certified copies of Court (statement	an haw con	trol is to be	assigned or trans	sferred, along with o	opies of any pertin	ent co	
)	If required by applicable rule, attach as an exhibit a	statement Orders, etc	on how cont	tral is to be	assigned or trans	sferred, along with o	opies of any pertin (V) Voluntary		-
_	If required by applicable rule, attach as an exhibit a agreements, instruments, certified copies of Court (statement Orders, etc	on how cont	trol is to be	assigned or trans	sferred, along with o			-
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en a)	If required by applicable rule, attach as an exhibit a agreements, instruments, certified copies of Court (The assignment of authorization or transfer of contrasee/Assignor Information	statement Orders, etc	on how cont	trol is to be					-
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en (a)	If required by applicable rule, attach as an exhibit a agreements, instruments, certified copies of Court (The assignment of authorization or transfer of contrasee/Assignor Information Taxpayer Identification Number: First Name (if individual): Entity Name (if not an individual): el License-Florida, Inc.	statement Orders, etc	on how con						untary
en a)	If required by applicable rule, attach as an exhibit a agreements, instruments, certified copies of Court (The assignment of authorization or transfer of contrasee/Assignor Information Taxpayer Identification Number: First Name (if individual): Entity Name (if not an individual):	statement Orders, etc	on how cont	Last Na	ne:				untary
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en a)) rit)	If required by applicable rule, attach as an exhibit a agreements, instruments, certified copies of Court (The assignment of authorization or transfer of contribee/Assignor Information Taxpayer Identification Number: First Name (if individual): Entity Name (if not an individual): el License-Florida, Inc. Attention To: P.O. Box:	statement Orders, etc	on how cont	Last Name Address: Capitol	Street, Suite	10b) SGIN: 500	(V) <u>V</u> oluntary		untary

Race:	American Indian or Native:	Alaska	Asian:				k or Africa rican:	3ñ-		tive Hawaiian cific Islander:	or Other	White:	
Ethnicity:	Hispanic or Latino:		Not Hispa Latino:	nic or									
Gender:	Female:		Male:										
Transferor I	nformation (for t	ransfers of	control on	lv)		 4							
	er Identification Numb									23b) SGIN	1		
24) First Na	ame (if individual):					MI:	Last N	ame:				:	Suffix;
25) Entity N	ame (if other than in	dividual):					<u></u>						
Tritel, Inc													,
26) P.O. Bo	x:			And /Or	} `		Address: apitol S	St., Suite	500)			
28) City:		*						29) Stat	te:		30) Zip:		
Jackson								MS			39201	_	
31) Telepho							32) FA						
(601) 914 33) E-Mail						l	(601)	914-828	2				
55) C-IVIGAL /	Touress.												
	nsferor Contact	Represent	ative (if o	ther tha	an Tra	,			cont	rol only)			:
34) First Na	me:					MI:	Last N					!	Suffix:
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36) P.O. Bo		& Gutteri		Γ	37)	Street	Address:						·
				And /Or	· '			t, NW, S	Suite	1200			
38) City:								39) Sta			40) Zip:		
Washingto	on							DC			20036		
11) Telepho	ne Number:						42) FA	X:		···	<u> </u>		
(202) 857	-3500						(202)	842-448	5				
43) E-Mail A													
tgutierrez	@fcclaw.com									 			
	ansferee Informa	rtion											
44) Assigne	e is a(n): (C)	Individual Corporation		nincorpo imited Li				<u>T</u> rust <u>P</u> artne			nment Entity ortium	_i oir	nt Venture
45a) Taxpaye	r Identification Numb	er:								45b) SGI	٧		
46) First Na	me (if individual):	 				MI:	Last N	ame:					Suffix:
7) Entity N	ame (if other than ind	ividual):			· · · · · · · · · · · · · · · · · · ·								<u> </u>
TeleCorp													
8) Name of	Real Party in Interes	it .								49) TIN			
0) Attention	То:	·											
Greg Sarro													

22) Race, Ethnicity, and Gunder of Assignor/Licensee (Optional):

51)	P.O. Box:	And	52)	Street	Address:				<u>. </u>
		/Or	101	0 N.	Glebe I	Road, Suite 800	<u>-</u>		
53)	City:	<u> </u>	<u> </u>			54) State:	55) Zip:		
Ar	lington					VA	22201		
56)	Telephone Number:				57) FAX	(:			
(70	03) 236-1100			ļ	(703) 2	236-1101			
58)	E-Mail Address:					- · · · · · · · · · · · · · · · · · · ·		· · · · · · · · · · · · · · · · · · ·	
gs	arro@telecorp1.com								
Nan	ne of Assignee/Transferee Contact Represer	ntative	(if oth	er tha	ın Assign	nee/Transferee)			
59)	First Name:			MI:	Last Na	агле:			Suffix:
Er	ic		i	w	DeSil	lva			
60)	Company Name:								
W	iley, Rein & Fielding								
61)	P.O. Box:	And] '		Address:				
		/Or	1770	6 K S	Street, l	W			
1	City:					64) State:	65) Zip:		
	ashington					DC	20006		
	66) Telephone Number:				67) FA				
	02) 719-3182				(202)	719-4969			
1 /	E-Mail Address:								
ede	esilva@wrf.com								
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Alie	Ownership Questions						· · · · · · · · · · · · · · · · · · ·		·
69)	Is the Assignee or Transferee a foreign government or	the repr	esentat	tive of	any foreigr	government?		(N) <u>Y</u> e	
70)	Is the Assignee or Transferee an alien or the represent	tative of	an alier	1?				(N) <u>Y</u> e	
71)	Is the Assignee or Transferee a corporation organized	under th	e laws	of any	foreign go	vernment?		(N) <u>Y</u> e	s <u>N</u> o
72)	Is the Assignee or Transferee a corporation of which no by aliens or their representatives or by a foreign governunder the laws of a foreign country?							(N) <u>Y</u> e	≆s No
-									
73)	Is the Assignee or Transferee directly or indirectly confi the capital stock is owned of record or voted by aliens,								
	thereof, or by any corporation organized under the laws	s of a for	eign co	untry?	•			(N) <u>Y</u> e	ss <u>N</u> o
Ĺ	If 'Yes', attach exhibit explaining nature and extent of a	lien or to	reign o	wnersi	nip or cont	rol. 			
_									
Basi	c Qualification Questions								
74)	Has the Assignee or Transferee or any party to this ap								
	permit revoked or had any application for an initial, more permit denied by the Commission?	dification	or rene	ewal of	FCC stat	ion authorization, licer	ise, construction	(N)Ye	≋ <u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.								
75)	Has the Assignee or Transferee or any party to this ap	plication	, or any	party	directly or	indirectly controlling to	he Assignee or		
,	Transferee, or any party to this application ever been of						-	$(N)\underline{\mathbf{Y}}$	es <u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.								
76)	Has any court finally adjudged the Assignee or Transfe	eree, or a	any part	ty direc	tly or indir	ectly controlling the A	ssignee or		
	Transferee guilty of unlawfully monopolizing or attempt indirectly, through control of manufacture or sale of rad								
	or unfair methods of competition?	,,,				3		(N) <u>Y</u> e	es <u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.								
77)	Is the Assignee or Transferee, or any party directly or in in any pending matter referred to in the preceding two in	ndirectly	control	ling the	e Assignee	e or Transferee currer	ntty a party	(N) <u>Y</u> ∈	na Nie
	If 'Yes', attach exhibit explaining circumstances.	uciilă ((14) <u>Y</u> (≈ <u>N</u> o

7 8)	Race, Ethnicity,	end Gender of A	eaignee/Transferee ((Cettenel);
_				(

Rece:	American indien or Alaska Nativa:	Ablen:	Black or African- American:	Native Hewalen or Other Pacific Islander:	White;
Elmnoty:	Miepenie ar Lellina:	Not Mepanic or Lating:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

- 1) The Assigner or Transferor continue culture (1) that the evidence will not be seeigned or that canada of the transferrational in the consent of the Federal Communications Commission has been given, or (2) that prior Commission coresent is not required bucause the transaction is subject to streamlined neutroscent procedures for pre-farme acalements and transfers by telecommunications contrors. See Momentum Opinion and Order, 13 FCC Rod. 8263 (1996).
- The Assigner or Transferor cartifies that all sistements made in this application and in the authoris, estachments, or documents incorporated by reference ore meterial, and part of this application, and are true, complete, correct, and made in good felch.

TEN	Thered or	Printed Name	of Barbs	Authorized	In Star
7 3 7)	170 EM C				

Firel Name:	Mi: Last Name:	Sulfa:
Ernest	B. Martin	Jr.
801 The Executive Vice President	/ chief Financia	l officer
Signature: Don Hawse		81) Deter . 5/3/00 .

Assignment Transferor Certification Statements

- 1) The Assignee or Transferoe certifies either (1) that the authorization will not be congred or that control of the ficance will not be transferred until the concern of the Federal Communications Commission has been given, or (3) that prior Commission consent is not required because the foresection is subject to streamlined notification procedures for any forms earlightments and transfers by teleportmunications contains. See Alemanandum Opinion and Order, 13 FCC Ros. 8283 (1999).
- 2) The Addignos or Transferou working any claim to the use of any particular irequency or of the electromagnetic operation as against the regulatory power of the United States because of the providue use of the same, whether by ticense or otherwise, and requests on authorization in secondarias with this application.
- 3) The Aceignes or Transferoe certifies that grant of this application actual aut cause the Aceignes or Transferon to be in violetion at any pertinent cross-compress; attribution, or specinim asp rule."
 - This applicant has sought a water of any such rule in connection with this application, it may make this cartification subject to the outcome of the water request.
- 4) The Assignee or Transferms agrees to assume all obligators and abids by all conditions imposed on the Assigner or Transferor under the subject authorization(5), unless the Federal Communications Commission purposes to a request made herein otherwise allows, except for liability for any act done by, or any right accrual by, or any suit or proceeding had or commenced equival the Assigner or Transferor prior to this essignment.
- 6) The Assigner or Transferse confides that all eleterments made in this application and in the sublibite, attachments, or documents incorporated by reference are muturial, and part of this application, and are tree, complete, perment, and made in good talth.
- The Assignee or Transferse certifies that neither it has any elter perty to the application is subject to a senial of Federal bonefile pursuant to Section 6:401 of the Anti-Drug Abuse Act of 1986. 21 U.S.C. § 663, section 6:401 of the rules. 67 CFR § 1.2002(b), for the definition of "perty to the application" so used in this certification.
- 7) The applicant cartilles that it either (1) has an updated Form 902 on file with the Commission. (2) to filing an updated Form 902 strainburuously with this pupilication, or (3) to not required to the Form 802 under the Commission's flutes.

FCC 903 - Assignment Form February 1808 - Page 4 82) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:		Suffix
Thomas		Sullivan	_	
63) Title:				
President				
Signature:			84) 🗆	ete:
			4/2	760
WILLFUL FALSE STATEMENTS MADE Title 18. Section 1001) AND/OR REVOC	ATION OF ANY STATION LICENSI	MENTS ARE PUNISHABLE BY E OR CONSTRUCTION PERMI	FINE AND/OR IMPRISON IT (U.S. Code, Title 47, Sec	MENT (U.S. Code. sion 312(s)(1)),

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
KNLG916					Y
KNLG930					Y
KNLG915					Y
KNLG931					Y
KNLG934					Y
		·			
		-			
				,	-
				-	

FCC 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

 Assignee Eligibility for Installment Payments (for assignments of authorization only 	1)	Assianee Eliaibilif	v for installment Pavn	ments (for assignments of	authorization only)
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Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?	(Y) <u>Y</u> es	<u>N</u> o
If 'Yes', is the Assignee applying for installment payments?	$(Y)\underline{Y}\text{es}$	<u>N</u> o

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only) Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
94,769,000	2,034,431	0	495,776,440

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control)

As a result of the transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?	() <u>Y</u> es	<u>N</u> o
If 'Yes', the new category of eligibility of the licensee is:	 .		

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

TeleCorp PCS, Inc.
FCC Form 603
April 2000
Attachment B

ATTACHMENT B: ULS/NON-ULS FILINGS

By this application, the parties seek Commission consent to transfer control of Tritel License—Georgia, Inc. ("T-GA") from Tritel, Inc. to TeleCorp PCS, Inc. T-GA has received Commission consent to be assigned the following authorizations:

Call Sign	Table 1: T-GA Auth	orizations		
Call Sign	Market Name	Market	Blo	ck
KNLG910	Brunswick, GA	BTA058	F	0
KNLG935	Valdosta, GA	BTA454	F	0
KNLG936	Waycross, GA	BTA467	F	0

These authorizations, however, are the subject of a currently pending transaction, which has been consented to by the FCC but which the parties have not yet closed, seeking the assignment of the same authorizations from Digital PCS, LLC (File No. 0000043606). Because the parties anticipate that the underlying transaction will be consummated by the time the TeleCorp/Tritel merger closes, the parties are seeking consent for this follow on transaction. Because ULS does not presently permit the applicants to file the requested transfer of control of these authorizations electronically due to the prior pending application, for these authorizations, the applicants have filed a paper FCC Form 603 and request a waiver of the electronic filing requirement.

TeleCorp PCS, Inc. FCC Form 603 April 2000 Attachment A2

EXHIBIT B: SUPPLEMENTAL DESCRIPTION

In Exhibit A attached hereto, the applicants indicate that they are seeking consent to the assignment of certain authorizations from Tritel License-Florida, Inc. ("T-FL") and Tritel License-Georgia, Inc. ("T-GA") to Panther Wireless, L.L.C. ("Panther"). At present, neither T-FL nor T-GA hold any authorizations, merely the contractual right to obtain certain authorizations from Digital PCS, LLC ("Digital"). The FCC has consented to the assignment of the specified authorizations from Digital to T-FL (see File No. 0000043577) and from Digital to T-GA (see File No. 0000043606), but those transactions have not yet been consummated, and, indeed, may not be consummated prior to the closing of the TeleCorp/Tritel merger. To avoid any delay or further complication of the TeleCorp/Tritel merger, the parties, upon further reflection, are not seeking authority to assign any potential licenses held by T-FL or T-GA to Panther. Rather, the parties are seeking authority for the transfer of control of T-FL and T-GA from Tritel, Inc., their ultimate parent, to TeleCorp PCS, Inc., in the event the assignments from Digital to T-FL and T-GA are closed prior to the merger.